

Hearing Date: October 7, 2009 at 2:00 p.m.

Objection Deadline: October 5, 2009 at 4:00 p.m.

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UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

In re:) Chapter 11
)
CIRCUIT CITY STORES, INC.,) Case No. 08-35653-KRH
et al.,)
)
) Jointly Administered
Debtors.)
)

NOTICE OF MOTION AND NOTICE OF HEARING ON THIRD INTERIM FEE
APPLICATION OF SKADDEN, ARPS, SLATE, MEAGHER & FLOM LLP FOR
COMPENSATION FOR SERVICES RENDERED AND REIMBURSEMENT OF EXPENSES
AS COUNSEL TO THE DEBTORS FOR THE PERIOD FROM MAY 1, 2009
THROUGH AND INCLUDING JULY 31, 2009

PLEASE TAKE NOTICE that on September 14, 2009, Skadden, Arps, Slate, Meagher & Flom LLP ("Skadden"), co-counsel to the Debtors, filed its Third Interim Fee Application for Compensation and Reimbursement of Expenses (the "Application") for the Period from May 1, 2009 through July 31, 2009 (the "Application Period"). In the Application, Skadden seeks interim approval of compensation in the amount of \$1,766,486 and reimbursement of expenses in the amount of \$80,963 for services rendered to the Debtors and costs incurred by Skadden during the Application Period.

Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one in these bankruptcy cases. (If you do not have an attorney, you may wish to consult one.) Under Local Bankruptcy Rule 9013-1, unless a written response to the Application is filed with the Clerk of the Court and served on the moving party, the trustee and those parties as required by the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management and Administrative Procedures (entered on November 13, 2008 at Docket No. 130) (the "Case Management Order") no later than two (2) business days before the scheduled hearing date, the Court may deem any opposition waived, treat the Application as conceded, and issue an order granting the requested relief without further notice or hearing. If you do not want the Court to approve the Application, or if you want the Court to consider your views on the Application, then you or your attorney must:

- [X] File with the Court, either electronically or at the address shown below, a written response pursuant to Local Bankruptcy Rule 9013-1(H). If you mail your response to the Court for filing, you must mail it early enough so the Court will **receive it on or before October 5, 2009 at 4:00 p.m.**

Clerk of Court
United States Bankruptcy Court
701 East Broad Street, Suite 4000
Richmond, Virginia 23219

- [X] Pursuant to the Case Management Order, you must also serve a copy of any written response and request for hearing by the foregoing date via electronic mail on the following:(i) the Core Group, which includes the Debtors, co-counsel to the Debtors, the Office of the United States Trustee, co-counsel for any committee, counsel to the agents for the Debtors' prepetition lenders, and counsel to the agents for the Debtors' postpetition lenders; (ii) the 2002 List; and (iii) those additional parties as required by the Case Management Order (all of which are defined in the Case Management Order), which can be found at www.kccllc.net/circuitcity.

[X] Attend a hearing before the Honorable Kevin Huennekens, United States Bankruptcy Judge, at 2:00 p.m. (Eastern Time) on October 7, 2009 at the United States Bankruptcy Court, Room 5000, 701 East Broad Street, Richmond, Virginia 23219. If you or your attorney do not attend the hearing, the Court may grant the relief requested in the Application.

If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Application and may enter an order granting the relief requested.

Dated: September 14, 2009 SKADDEN, ARPS, SLATE, MEAGHER & Richmond, Virginia FLOM, LLP
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